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8035 E. R.L. Thornton
Suite 410
Dallas, Texas 75228

September 14, 2005

Via United Parcel Service

Executive Director
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

02-00665

RE: Application of Comm South Companies, Inc. to Discontinue Residential Local Exchange and Interexchange Services

Dear Executive Director,

Please find enclosed an original and (13) thirteen copies of Comm South Companies, Inc. Application to Discontinue Residential Local Exchange and Interexchange Services.

Please refer all correspondence regarding this application to the undersigned.

Sincerely,

A handwritten signature in cursive script that reads "Sheri Pringle".

Sheri Pringle
Comm South Companies, Inc.
Director - Regulatory Affairs
214-355-7005
springle_csc@hotmail.com

Enclosures

BEFORE THE TENNESSEE REGULATORY AUTHORITY

In The Matter Of The Application Of)
Comm South Companies, Inc. To)
Discontinue Residential Local)
Exchange and Interexchange Services)

Docket No. _____

**APPLICATION OF COMM SOUTH COMPANIES, INC. TO
DISCONTINUE RESIDENTIAL LOCAL EXCHANGE AND INTEREXCHANGE
SERVICES AND REQUEST FOR WAIVER OF THE NINETY-DAY
DISCONTINUANCE NOTIFICATION PERIOD**

Comm South Companies, Inc. ("Comm South") by its undersigned trustee, pursuant to Section 1220-4-8-.05 of the Tennessee Regulatory Authority's ("Commission") Rules, hereby requests that the Commission authorize Comm South to discontinue all residential local exchange services, including residential basic local exchange service, and all residential interexchange service, and grant Comm South a waiver of the ninety-day discontinuance notification period in favor of a forty-five day period.

As grounds for this application the applicant states as follows:

APPLICATION TO DISCONTINUE SERVICE

1. Comm South is headquartered at 8035 E. RL Thornton, Suite 410, Dallas, Tx. 75228, and provides telecommunications services within the State of Tennessee (the "State") under the d/b/a name, Comm South in Tennessee.
2. Comm South is a certificated competitive local exchange carrier in the State pursuant to certificates issued in Docket No. 97-01327 (covering resold local exchange services), granted on August 20, 1997; Docket No. 02-00665 (covering facilities-based local provider authority including long-distance), granted on September 4, 2002; and Docket No. 03-00431 (covering resold long-distance) (2003), granted on January 2, 2004 (collectively, the "Certificates").

3. Copies of the orders granting Comm South's Certificates are attached to this application as Exhibit A.

4. Comm South currently offers pre-paid residential local, including basic local exchange service, and business (Payphone) telecommunications services, as well as interexchange services to customer throughout its service territory through resale and/or the use of unbundled network elements leased and/or purchased from one or more facilities-based providers.

5. Comm South currently offers pre-paid residential local services to 156 customers in the State. Comm South currently offers business (Payphone) telecommunications services to a single customer that in turn is providing payphone service.

6. Comm South has filed for Chapter 7 bankruptcy protection and is in the process of liquidating its business and its assets, including discontinuing telecommunications services. A copy of the bankruptcy decision is attached to this application as Exhibit B.

7. In compliance with the rules and policies of the Federal Communications Commission and the Commission, Comm South provided its residential customers with ninety (90) days notice that it will be discontinuing residential service, effective December 12, 2005. A copy of the notification letter sent to customers is attached to this application as Exhibit C. A copy of Comm South's discontinuance notice to the Federal Communications Commission is attached to this application as Exhibit D.

8. Comm South is seeking approval to discontinue all of its resold and facilities-based residential local exchange services, including residential basic local exchange service, and interexchange services; however, Comm South must retain its certificated authority to provide business (pay telephone) service in the State until January 1, 2006, to allow its pay telephone customer to transition to another carrier. Accordingly, Comm South requests that, to the extent the Commission must take any affirmative action on Comm South's intrastate tariffs and/or its certificated authority, it only take actions on those portions of Comm South's tariffs and/or certificated authority that relate to (1) resold residential local exchange service and (2) resold interexchange service, and that any such action not become effective until December 12, 2005 (or, if the Commission grants Comm South's request below to shorten the ninety-day discontinuance notice requirement, the new grant date for effecting discontinuation authorized by the Commission). Comm South will surrender its Certificates to the Commission soon after its payphone service providing customer has transitioned to another provider.

9. Comm South also requests that the Commission waive the ninety-day discontinuance notice period and instead authorize Comm South to provide forty-five (45) days (or less) of notice to customers of its intent to discontinue service. Comm South is in Chapter 7 bankruptcy and its resources are sufficiently depleted so as to call into question its ability to maintain its fiscal arrangements with underlying facilities-based carriers beyond forty-five days (in contrast, Comm South's payphone customer has agreed to pay most of the fees that correspond to keeping its lines functioning). Comm South believes there are multiple providers of local exchange and toll services in the State and, therefore, no customers would be prejudiced by granting Comm South's request to shorten the current mandatory notification period to forty-five days.

10. Questions concerning this application may be addressed to Comm South's director of regulatory affairs:

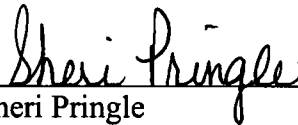
Sheri Pringle
Comm South Companies, Inc.
8035 E. RL Thornton, Suite 410
Dallas, Texas 75228
(214) 355-7005 (Phone)
(214) 355-7259 (Fax)
springle csc@hotmail.com (email)

11. An affidavit verifying the accuracy of the information contained herein is attached in Exhibit E.

WHEREFORE, Comm South Companies, Inc. respectfully requests that the Commission approve Comm South's application to discontinue all residential local exchange services, including residential basic local exchange service and grant Comm South a waiver of the ninety-day discontinuance notification period set forth in Section 1220-4-8-.05 of the Commission's Rules..

DATED this 14th day of September, 2005.

Respectfully submitted,

A handwritten signature in cursive script, reading "Sheri Pringle", is written over a horizontal line.

Sheri Pringle
Director – Regulatory Affairs
Comm South Companies, Inc.
8035 E. RL Thornton, Suite 410
Dallas, Texas 75228
Telephone: (214) 355-7005
Facsimile: (214) 355-7259
Email: springle_csc@hotmail.com

EXHIBIT A

Certificates

(Docket Nos. 97-01327, 02-00665 and Docket No. 03-00431)

Company ID 126483
Comm South Companies dba CommSouth in Tennessee
101 E Randol Mill Rd , Suite 108
Arlington, TX 76011

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN

August 20, 1997

IN RE CASE NUMBER 97-1327

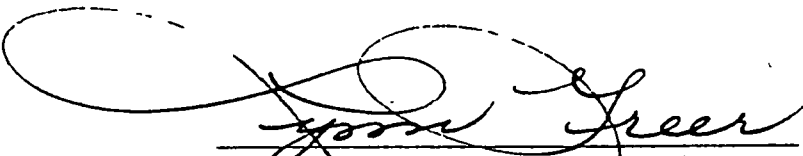
Application for Authority to Provide Operator Services and/or Resell
Telecommunications Services in Tennessee Pursuant to Rule 1220-4-2- 57

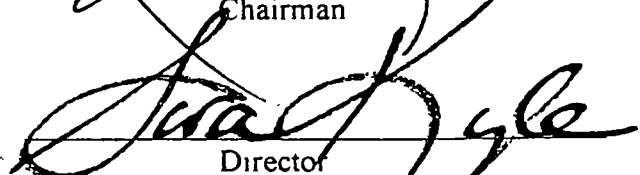
---ORDER---

This matter is before the Tennessee Regulatory Authority upon the application of the above-mentioned company for certification as a reseller or telecommunication operator service provider in Tennessee. The TRA considered this application at a Conference held on 8/19/97, and concluded that the applicant has met all the requirements for certification and should be authorized to provide operator services and/or resell telecommunications services on an intrastate basis.

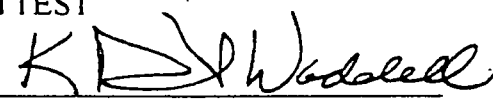
IT IS THEREFORE ORDERED

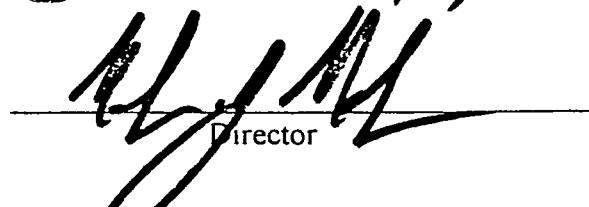
- 1 That the above-mentioned company is issued a Certificate of Convenience and Necessity as an operator service provider and/or reseller of telecommunications services for state-wide service in Tennessee as specified in its application on file with the Authority
- 2 That said company shall comply with all applicable state laws and TRA rules and regulations
- 3 That this order shall be retained as proof of certification with this Authority, and may be used to obtain appropriately tariffed service and billing arrangements from Authority authorized telecommunications service providers.


Chairman


Director

ATTEST


Executive Secretary


Director

8-20-97

Company ID 126483
Comm South Companies dba CommSouth in Tennessee
101 E Randol Mill Rd , Suite 108
Arlington, TX 76011

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN

August 20, 1997

IN RE CASE NUMBER 97-1327

Application for Authority to Provide Operator Services and/or Resell
Telecommunications Services in Tennessee Pursuant to Rule 1220-4-2- 57

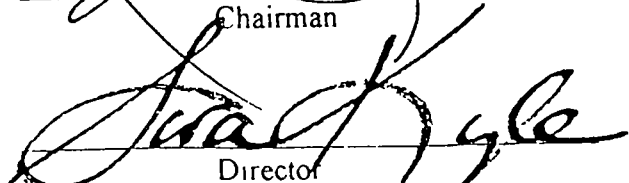
---ORDER---

This matter is before the Tennessee Regulatory Authority upon the application of the above-mentioned company for certification as a reseller or telecommunication operator - service provider in Tennessee. The TRA considered this application at a Conference held on 8/19/97, and concluded that the applicant has met all the requirements for certification and should be authorized to provide operator services and/or resell telecommunications services on an intrastate basis.

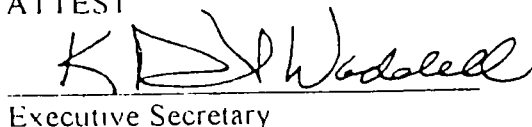
IT IS THEREFORE ORDERED

- 1 That the above-mentioned company is issued a Certificate of Convenience and Necessity as an operator service provider and/or reseller of telecommunications services for state-wide service in Tennessee as specified in its application on file with the Authority
- 2 That said company shall comply with all applicable state laws and TRA rules and regulations
- 3 That this order shall be retained as proof of certification with this Authority, and may be used to obtain appropriately tariffed service and billing arrangements from Authority authorized telecommunications service providers


Chairman


Director

ATTEST


Executive Secretary


Director

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

September 4, 2002

IN RE:

APPLICATION OF COMM SOUTH
COMPANIES, INC. FOR A CERTIFICATE
TO PROVIDE COMPETING FACILITIES-
BASED LOCAL TELECOMMUNICATIONS
SERVICES

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DOCKET NO. 02-00665

INITIAL ORDER GRANTING CERTIFICATE OF
PUBLIC CONVENIENCE AND NECESSITY

On August 6, 2002, this matter came before the Hearing Officer of the Tennessee Regulatory Authority ("Authority") upon Comm South Companies, Inc.'s *Application to Provide Competing Facilities-Based Local Exchange Services* ("Application") filed on June 3, 2002. The Application was made pursuant to Tenn. Code Ann. § 65-4-201 *et seq*

LEGAL STANDARD FOR GRANTING CCN

The Application of Comm South Companies, Inc. ("Comm South") was considered in light of the criteria for granting a certificate of public convenience and necessity ("CCN") as set forth in applicable statutes. Tenn. Code Ann. § 65-4-201 provides, in part:

(a) No public utility shall establish or begin the construction of, or operate any line, plant, or system, or route in or into a municipality or other territory already receiving a like service from another public utility, or establish service therein, without first having obtained from the authority, after written application and hearing, a certificate that the present or future public convenience and necessity require or will require such construction, establishment, and operation, and no person or corporation not at the time a public utility shall commence the construction of any plant, line, system or route to be operated as a public utility, or

the operation of which would constitute the same; or the owner or operator thereof, a public utility as defined by law, without having first obtained, in like manner, a similar certificate

* * *

(c) After notice to the incumbent local exchange telephone company and other interested parties and following a hearing, the authority shall grant a certificate of convenience and necessity to a competing telecommunications service provider if after examining the evidence presented, the authority finds:

(1) The applicant has demonstrated that it will adhere to all applicable commission policies, rules and orders; and

(2) The applicant possesses sufficient managerial, financial, and technical abilities to provide the applied for services

* * *

(d) Subsection (c) is not applicable to areas served by an incumbent local exchange telephone company with fewer than 100,000 total access lines in this state unless such company voluntarily enters into an interconnection agreement with a competing telecommunications service provider or unless such incumbent local exchange telephone company applies for a certificate to provide telecommunications services in an area outside its service area existing on June 6, 1995.¹

Furthermore, pursuant to Tenn. Code Ann. § 65-5-212, a competing telecommunications provider is required to file with the Authority (1) a plan containing the provider's plan for purchasing goods and services from small and minority-owned telecommunications businesses; and (2) information on programs that might provide technical assistance to such businesses.

¹ Notwithstanding the existence of subsection (d), the Federal Communications Commission ("FCC") has expressly preempted the Authority's enforcement of subsection (d) pursuant to the authority granted to the FCC under 47 U.S.C. § 253(d). See *In Re: AVR, L P d/b/a Hyperion of Tennessee, L P. Petition for Preemption of Tennessee Code Annotated Section 65-4-201(d) and Tennessee Regulatory Authority Decision Denying Hyperion's Application Requesting Authority to Provide Service in Tennessee Rural LEC Service Area*, FCC 99-100, FCC Memorandum Opinion and Order (May 27, 1999), FCC Memorandum Opinion and Order (January 8, 2001).

The Authority has since issued an order expanding a competing local exchange carrier's CCN to provide telecommunications services on a statewide basis including areas served by incumbent local exchange carriers with fewer than 100,000 total access lines in Tennessee. See *Order Approving Application of Level 3 Communications, L.L.C. to Amend Its Certificate of Public Convenience and Necessity*, Authority Docket No. 02-00230 (June 28, 2002).

10. 01214000/2000 0010. 010 200-0001 10.02, P 7

INTERVENORS

Public notice of the Hearing in this matter was issued by the Hearing Officer on July 25, 2002, pursuant to Tenn. Code Ann. § 65-4-204. No interested persons sought intervention prior to or during the Hearing.

COMM SOUTH COMPANIES, INC.'S HEARING

Comm South's Application was uncontested. At the Hearing held on August 6, 2002, Comm South was not represented by legal counsel. Mr. Rick Brown, Chief Technology Officer of Comm South, participated in the Hearing telephonically, presented testimony, and was subject to examination by the Hearing Officer. Upon Comm South's conclusion of proof in its case, the Hearing Officer granted Comm South's Application based upon the following findings of fact and conclusions of law:

I. APPLICANT'S QUALIFICATIONS

1. Comm South is a corporation organized under the laws of Texas on March 17, 1995, and was qualified to transact business in Tennessee on July 3, 1997.
2. The complete street address of Comm South's principal place of business is 6830 Walling Lane, Dallas, TX 75231. The phone number is (214) 355-7000 and fax number is (214) 355-7259.
3. The Application and supporting documentary information existing in the record indicate that Comm South has the requisite technical and managerial ability to provide facilities-based local exchange telecommunications services within the State of Tennessee. Specifically, Comm South's senior management team possesses extensive business, technical, operational and regulatory telecommunications experience.

4 Comm South has the necessary capital and financial ability to provide the services it proposes to offer

5. Comm South has represented that it will adhere to all applicable policies, rules and orders of the Authority.

II. PROPOSED SERVICES

Comm South intends to offer competing facilities-based local exchange telecommunications services to its customers throughout the State of Tennessee.

III. PERMITTING COMPETITION TO SERVE THE PUBLIC CONVENIENCE AND NECESSITY

Upon a review of the Application and the record in this matter, the Hearing Officer finds that approval of Comm South's Application would inure to the benefit of the present and future public convenience by permitting competition in the telecommunications services markets in the State and by fostering the development of an efficient technologically advanced statewide system of telecommunications services.

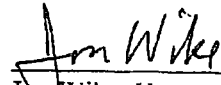
IV. SMALL AND MINORITY-OWNED TELECOMMUNICATIONS BUSINESS PARTICIPATION PLAN & BUSINESS ASSISTANCE PROGRAM

1. Comm South has filed a satisfactory small and minority-owned telecommunications business participation plan, pursuant to Tenn. Code Ann. § 65-5-212 and the Authority's Rules

2. Comm South has acknowledged its obligation to contribute to the funding of the small and minority-owned telecommunications business assistance program, as set forth in Tenn. Code Ann. § 65-5-213.

IT IS THEREFORE ORDERED THAT:

1. The Application of Comm South Companies, Inc is approved; and
2. Any party aggrieved by the Hearing Officer's decision in this matter may file a Petition for Reconsideration within fifteen (15) days from and after the date of this Order.



Jon Wike, Hearing Officer

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

January 2, 2004

IN RE:

**APPLICATION OF COMM SOUTH
COMPANIES, INC. FOR AUTHORITY
TO RESELL INTEREXCHANGE LONG
DISTANCE SERVICES IN TENNESSEE**

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)
)

DOCKET NO. 03-00431

Company ID: 126483


**ORDER GRANTING AUTHORITY TO RESELL INTEREXCHANGE
LONG DISTANCE TELECOMMUNICATION SERVICES IN TENNESSEE**

This matter came before Chairman Deborah Taylor Tate, Director Pat Miller and Director Sara Kyle of the Tennessee Regulatory Authority (the "Authority"), the voting panel assigned to this docket, at a regularly scheduled Authority Conference held on December 8, 2003 for consideration of the Application to resell interexchange long distance telecommunication services in Tennessee filed by Comm South Companies, Inc. on July 8, 2003.

Based upon careful consideration of the Application and of the record of this matter, the voting panel finds and concludes that the Applicant has met all the requirements for certification and the requirements of Tenn. Comp. R. & Regs. 1220-4-2-.57, which was promulgated pursuant to, *inter alia*, Tenn. Code Ann. § 65-2-102 and Tenn. Code Ann. § 65-4-201, and should be authorized to resell interexchange long distance services in Tennessee.

IT IS THEREFORE ORDERED THAT:

1. Comm South Companies, Inc. is authorized to resell interexchange long distance telecommunication services within the State of Tennessee.
2. This Order shall remain in effect until further order of this Authority.
3. This Order shall be retained as proof of certification with this Authority and may be used to obtain the appropriately tariffed access line from Authority authorized telecommunications service providers.


Deborah Taylor Tate, Chairman


Pat Miller, Director


Sara Kyle, Director

EXHIBIT B

Comm. South Chapter 7 Bankruptcy Order



NORTHERN DISTRICT OF TEXAS

ENTERED

TAWANA C MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

The following constitutes the order of the Court.

Signed September 7, 2005

Harlin DeWayne Hale
United States Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re:	§	
	§	
COMM SOUTH COMPANIES, INC. ET AL	§	CASE NO. 03-39496-HDH-11
	§	(Jointly Administered)
Debtor.	§	

**ORDER CONVERTING CASES TO CHAPTER 7 AND APPOINTING
MARLA C. REYNOLDS AS OPERATING TRUSTEE UNDER 11 U.S.C. § 721**

On this day came on for hearing the Motion to Convert Cases to Chapter 7 Liquidation pursuant to 11 U S C. § 1129(b), and to Appoint the Trustee as an Operating Chapter 7 Trustee pursuant to 11 U S C § 721 (the "Motion") [Docket No. 648], filed by Marla C. Reynolds (the "Trustee"), the duly-appointed Chapter 11 Trustee in the above styled jointly administered bankruptcy cases, and the Court having reviewed the Motion and being advised that the

**ORDER CONVERTING CASES TO CHAPTER 7 AND APPOINTING
MARLA C. REYNOLDS AS OPERATING TRUSTEE UNDER 11 U.S.C. § 721- Page 1**

interested parties have been provided notice of the Motion, and the Court being of the opinion that adequate and proper notice of the Motion has been given to all necessary parties, and that the Court should grant the relief requested by entry of an Order, therefore

IT IS ORDERED that the Motion is GRANTED in all respects, and that the above jointly administered bankruptcy cases are converted to Chapter 7, and

IT IS FURTHER ORDERED that Marla C. Reynolds is hereby appointed as the Chapter 7 Trustee for the captioned jointly administered bankruptcy cases; and

IT IS FURTHER ORDERED that Marla C Reynolds is hereby appointed as an operating trustee pursuant to 11 U.S.C. § 721 for a period of one hundred and twenty (120) days from the date of entry of this Order, and

IT IS FURTHER ORDERED that Campbell & Cobbe, P.C., Lain Faulkner & Co , Inc , and Patton Boggs, LLC, shall be retained by the Chapter 7 Trustee under the provisions previously authorized by this Court for the Chapter 11 Trustee.

##End of Order##

EXHIBIT C

Letter Notifying Tennessee Customers of Service Discontinuance



8035 E. R.L. Thornton
Suite 410
Dallas, Texas 75228

September 13, 2005

Dear Tennessee Comm South Customer:

RE: **NOTICE OF DISCONTINUANCE OF PRE-PAID LOCAL AND LONG
DISTANCE TELEPHONE SERVICE**

It has been our pleasure at Comm South Companies, Inc. ("Comm South")¹ to provide you with quality, pre-paid local and long distance services. **We regret to inform you that as of December 12, 2005, Comm South will no longer provide pre-paid local and long distance telephone service.**

Your action is required! You must select a new local and/or long distance telephone provider to provide you with the same services you are currently receiving from Comm South as quickly as possible but no later than December 12, 2005.² You can find a list of local and long distance telephone service providers in your local telephone directory.

As a pre-paid customer of Comm South, you are free to discontinue Comm South service **at any time** by simply not pre-paying Comm South for telephone service and choosing another provider. Pre-paid customers do not maintain deposits with Comm South.

After selecting a new local telephone provider, you should also contact your current long distance provider to ensure that your current long distance calling plan is not changed as a result of your change in your local service. If you do not contact your long distance provider, you may be charged basic rates (non-calling plan rates) for long distance calls. Of course, if you are receiving long distance services from Comm South, you must select a new long distance provider.

The Federal Communications Commission will normally authorize this proposed discontinuance of service unless it is shown that customers would be unable to receive service or

¹ Comm South also does business under the following names: Alabama Comm South Corp., Arkansas Comm South, Inc., Florida Comm South, Altair Communications, Inc., Mississippi Comm South, Missouri Comm South, Inc., E-Z Tel. Inc., Comm South in Tennessee, and Comm South Companies VA, Inc. Comm South converted its Chapter 11 bankruptcy to a Chapter 7 bankruptcy and will liquidate and exit the telecommunications business after receipt of all necessary court and regulatory approvals.

² This effective date of service discontinuance is contingent upon Comm South having secured any and all required approvals from the North Carolina Public Service Commission

a reasonable substitute from another carrier or that the public convenience and necessity is otherwise adversely affected. If you wish to object, you should file your comments within 15 days after receipt of this notification. Address them to the Federal Communications Commission, Washington, DC 20554, referencing the Section 63.71 Application of Comm South, Inc. Comments should include specific information about the impact of this proposed discontinuance upon you or your company, including any inability to acquire reasonable substitute service.

Again, it has been our pleasure to serve you. If you require assistance or have questions about termination of your service, please contact Comm South using the contact information found below.

Sincerely,

Comm South Companies, Inc.
8035 E. RL Thornton, Suite 410
Dallas, TX 75228
1-800-936-5223

EXHIBIT D

**Comm South's Discontinuance Notice to the
Federal Communications Commission**

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)
)
Section 63.71 Application of)
)
Comm South Companies, Inc.)
)
For Authority to Discontinue Certain)
Residential Services)
_____)

WC Docket No. _____

To: The Wireline Competition Bureau

SECTION 63.71 APPLICATION

Comm South Companies, Inc. ("Comm South"), hereby files this Application to discontinue services pursuant to Section 63.71 of the Commission's rules, 47 C.F.R. § 63.71, and Section 214 of the Communications Act of 1934, as amended, in selected areas defined herein. Specifically, Comm South is seeking to discontinue the provision of certain local and domestic and international long distance service to customers in a number of locations across the United States on October 10, 2005 and all telecommunications services on January 1, 2006. In support of this Application, Comm South submits the following:

I. DESCRIPTION OF DISCONTINUANCE.

1. Name and address of carrier.

Comm South Companies, Inc. ("Comm South")
8035 E. R.L. Thornton
Suite 410
Dallas, TX 75228

Comm South also does business under the following names: Alabama Comm South Corp., Arkansas Comm South, Inc., Florida Comm South, Altair Communications, Inc ,

Mississippi Comm South, Missouri Comm South, Inc., E-Z Tel Inc., Comm South in Tennessee, and Comm South Companies VA, Inc.

2. Date of planned service discontinuance.

The anticipated date for the discontinuance of certain residential pre-paid local and domestic and international long distance services in selected states is October 10, 2005, or as soon thereafter as the necessary state and federal authorizations have been obtained. Comm South is scheduled to discontinue all telecommunications services on January 1, 2006.

3. Points of geographic areas of service affected

By this application, Comm South seeks authority to discontinue the provision of residential pre-paid local and domestic and international long distance services to residential customers located in States of Alabama, Arizona, Arkansas, California, Colorado, the District of Columbia, Florida, Georgia, Hawaii, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Mississippi, Missouri, Montana Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, , North Carolina, Ohio, Oklahoma, Oregon, Pennsylvania, Puerto Rico, South Carolina, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, and Wyoming (the "Discontinuance States"). Comm South seeks authority to discontinue the provision of business local and long distance services to customers in the Discontinuance States effective January 1, 2006.

4. Brief description of the type of service affected

Comm south proposes to discontinue the provision of residential pre-paid local and domestic and international long distance service effective October 10, 2005. Comm South proposes to discontinue all telecommunications services effective January 1, 2006

5. Brief description of the dates and methods of notice to all affected customers

Written notice to all affected residential customers substantially in the form of the sample letter attached as Exhibit A was mailed to customers in the Discontinuance States on September 10, 2005. The customer notice letters were prepared in accordance with the requirements of Section 63.72(a) of the Commission's rules.

6. Non-dominance of carrier with respect to the service to be discontinued

Comm South is a non-dominant with respect to the services that it proposes to discontinue.

7. Service

In accordance with Section 63.71(a) of the Commission's rules, Comm South has mailed a copy of this Application to the Governor and public utility commission of each of the Discontinuance States listed above in Paragraph 3, and to the Special Assistant for Telecommunications for the Secretary of Defense.

8. Additional questions regarding this application may be addressed to:

Jennifer L. Richter, Esq.
Paul R. Besozzi, Esq.
Patton Boggs, LLP
2550 M Street, NW
Washington, DC 20037-1350
202-457-6000 (Telephone)
202-457-6315 (Facsimile)
jrichter@pattonboggs.com
pbsozzi@pattonboggs.com

II. CIRCUMSTANCES OF DISCONTINUANCE

Comm South is in Chapter 7 bankruptcy protection and is in the process of liquidating its business and its assets, including discontinuing telecommunications service. The residential services

to be discontinued are competitive in nature and customers have received sufficient notice in order to allow them to make arrangements for replacement services. Comm South will continue to provide business services until December 31, 2005 in order to allow its pay phone customer to transition to another carrier. The proposed discontinuance has been approved by the U.S. Bankruptcy Court for the _____.

III. CONCLUSION

Comm South believes that the proposed discontinuance is reasonable and necessary. Comm South will take all reasonable steps, to the extent it is able, to ensure that the discontinuance of service is not unduly disruptive to the present or future public convenience and necessity. For the foregoing reasons, Comm South respectfully requests, pursuant to Section 214a) of the Communications Act of 1934, as amended, 47 U.S.C. § 214(a) and Section 63.71 of the Commission's rules, that the Commission permit it to discontinue the provision of services to certain customers pursuant to Section 63.71

Respectfully submitted,

By:

Jennifer L. Richter
Paul R. Besozzi
Patton Boggs, LLP
2550 M Street, NW
Washington, DC 20037-1350
202-457-6000 (Telephone)
202-457-6315 (Facsimile)
jrichter@pattonboggs.com
pbsozzi@pattonboggs.com

Exhibit A

Sample Customer Notice

Date

[Customer Name]
[Customer Address]

RE: NOTICE OF DISCONTINUANCE OF PRE-PAID LOCAL AND LONG
DISTANCE TELEPHONE SERVICE

Dear Customer:

It has been our pleasure at Comm South to provide you with quality, pre-paid local and long distance services. We regret to inform you that as of [[DATE] – under federal law this date needs to be at least 30 days from the date of this notice – states may require longer notice periods i.e., 60 or 90 days], Comm South Companies, Inc.¹ (“Comm South”) will no longer provide pre-paid local and long distance telephone service.

Your action is required! You must select a new local and/or long distance telephone provider to provide you with the same services you are currently receiving from Comm South as quickly as possible but no later than [DATE – same as above]. Please see the enclosed letter from dPi Teleconnect, LLC, one potential provider of pre-paid local and long distance services. You can also find a list of local and long distance telephone service providers in your local telephone directory.

As a pre-paid customer of Comm South, you are free to discontinue Comm South service **at any time** by simply not pre-paying Comm South for telephone service and choosing another provider. Your pre-paid phone service with Comm South will terminate in accordance with state law as soon as either you choose not to pre-pay for services or Comm South completes the required regulatory process for abandonment / discontinuation of services, whichever occurs first. Pre-paid customers do not maintain deposits with Comm South.

After selecting a new local telephone provider, you should also contact your current long distance provider to ensure that your current long distance calling plan is not changed as a result of your change in your local service. If you do not contact your long distance provider, you may be charged basic rates (non-calling plan rates) for long distance calls. Of course, if you are receiving long distance services from Comm South, you must select a new long distance provider.

The Federal Communications Commission will normally authorize this proposed discontinuance of service unless it is shown that customers would be unable to receive service or a reasonable substitute from another carrier or that the public convenience and necessity is

¹ Comm South also does business under the following names: Alabama Comm South Corp., Arkansas Comm South, Inc., Florida Comm South, Altair Communications, Inc., Mississippi Comm South, Missouri Comm South, Inc., E-Z Tel. Inc., Comm South in Tennessee, and Comm South Companies VA, Inc. Comm South has been in Chapter 11 bankruptcy protection for two years, and will liquidate and exit the telecommunications business after receipt of all necessary court and regulatory approvals.

Draft – Does Not Take Various State Notice Requirements Into Consideration

otherwise adversely affected. If you wish to object, you should file your comments within 15 days after receipt of this notification. Address them to the Federal Communications Commission, Washington, DC 20554, referencing the Section 63.71 Application of Comm South, Inc. Comments should include specific information about the impact of this proposed discontinuance upon you or your company, including any inability to acquire reasonable substitute service.

Again, it has been our pleasure to serve you. If you require assistance or have questions about termination of your service, please contact Comm South using the contact information found below.

Sincerely,

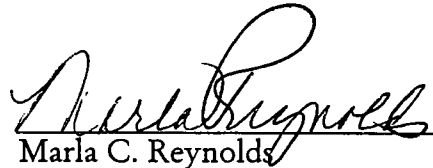
Comm South Companies, Inc.
8035 E. RL Thornton, Suite 410
Dallas, TX 75228
1-800-936-5223

VERIFICATION

I, Marla C. Reynolds, declare that I am Chapter 7 Trustee of Comm South Companies, Inc. I am authorized to make this Verification on behalf of Comm South Companies, Inc. and that the foregoing was prepared under my direction and supervision. The statements in the foregoing document are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on September ¹⁴12, 2005, at Dallas, Texas.



Marla C. Reynolds
Chapter 7 Trustee for
Comm South Companies, Inc.

The foregoing instrument was acknowledged before me this 12th day of September, 2005, by Marla C. Reynolds.

Witness my hand and official seal.

My Commission expires: September 7, 2009

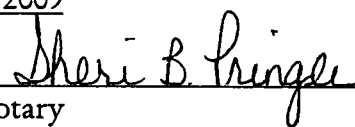
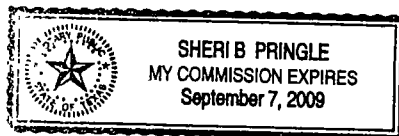

Notary

EXHIBIT E

Affidavit of Comm South Companies, Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY

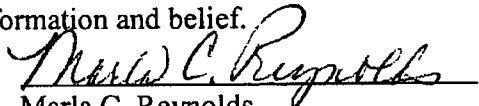
In The Matter Of The Application Of)
Comm South Companies, Inc. To)
Discontinue Residential Local)
Exchange and Interexchange Services)

Docket No. _____

VERIFICATION

State of Texas)
County of Dallas)

I, Marla C. Reynolds, Chapter 7 Trustee for Comm South Companies, Inc., being duly sworn, state that I have read the Verified Application of Comm South Companies, Inc. requesting authorization from the Tennessee Regulatory Authority ("Commission") to discontinue residential local exchange service and interexchange services, and grant Comm South a waiver of the ninety-day discontinuance notification period set forth in Section 1220-4-8-.05 of the Commission's Rules, as provided therein, and that the facts contained therein are true, accurate and correct to the best of my knowledge, information and belief.


Marla C. Reynolds

The foregoing instrument was acknowledged before me this 14th day of September, 2005, by Marla C. Reynolds.

Witness my hand and official seal.

My Commission expires: September 7, 2009


Notary

